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ABSTRACT

This proceedings presents three conference addresses. The first was, a general session address by the president of the American Council on Education, Stanley Ikenberry, "Public Higher Education: Our Public Purpose." At a Council of Presidents' luncheon, E. Gordon Gee, president of Ohio State University, spoke on "Returning to Our Roots--The Value and Values of Higher Education." The 1997 Seaman A. Knapp Lecture "Applying Seaman Knapp's Ideals in the New Millennium", was delivered by Charles B. Knapp president of the Aspen Institute. Also included in the report are lists of 1997 members of the Board of Directors, Council and Commission Chairs, elected head of the association, and member institutions, as well as a treasurer's report and a copy of the bylaws. (CH)

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ED 430 503

Proceedings

of the

110th Annual Meeting

The National Association of State Universities and Land-Grant Colleges

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November 16-18, 1997

Washington Hilton Hotel and Towers
Washington, DC

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of the

110th Annual Meeting

The National Association of State Universities and Land-Grant Colleges

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Washington Hilton Hotel and Towers
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Election of Officers

President Dolores Spikes, University of Maryland Eastern Shore, was announced as Chair-Elect of the Association, with Presidents Joseph N. Crowley, University of Nevada, Reno, Talbot D'Alemberte, Florida State University, Norman I. Maldonado, University of Puerto Rico, Oscar L. Prater, Fort Valley State University, and David Ward, University of Wisconsin Madison, elected to the Association Board of Directors, Class of 2000. Presidents Samuel H. Smith, Washington State University, and Gregory M. St. L. O'Brien, University of New Orleans were elected as Chair and Secretary respectively, to the Council of Presidents.

Manuel T. Pacheco, University of Missouri System passed the gavel to Martin C. Jischke, Iowa State University.

General Session Address

Public Higher Education: Our Public Purpose

Stanley O. Ikenberry
President
American Council on Education

We are here to celebrate American higher education, and especially our nation's public colleges and universities. And I should begin with a confession. My entire life -- as a student, as a faculty member and a university president -- has been devoted to public higher education. So, while my new role at ACE asks that I try to think and speak for all of the higher education community, to be with you this afternoon gives me that sense of warmth one feels only at a family reunion -- that is, if you happen to like family reunions.

There is every reason for us to celebrate. This year, some 15 million individuals are enrolled in American higher education. Over 60 percent of all bachelors degrees and 70 percent of all doctoral degrees in the United States are awarded by public institutions. Of all students enrolled in American colleges and universities offering bachelors or graduate degrees, two-thirds attend AASCU or land-grant institutions. So it is a powerful record.

The bond between our public colleges and universities and the communities we serve gives us ample cause to celebrate. Our presence is evident in health care; in the training of teachers and school leaders; in science, agriculture and technology; in business and government. Indeed, our presence is felt in every sector of society.

The belief in higher education's public purpose has existed since well before our nation's founding. Two years before the ratification of the United States Constitution, the statutes of the University of Georgia declared that education "should...be among the first objects of those who wish well to the national prosperity...."

Nearly a hundred years later, in 1862, the Land-Grant Act -- reaffirmed and broadened in 1890 -- marked the dawning of a new day in a new industrial age -- one that called for opening up higher education opportunity. Congress proclaimed that a whole new class of colleges and universities should be created "in order to promote the liberal and practical education of the industrial classes in the several pursuits and professions of life." The dream was that access should be opened to more than a select few; that the notion of what was worth learning should be broadened; and that knowledge should be made useful in the everyday lives of people.

That same vision has come to characterize all of public higher education in America. Without it, we could never have moved through the industrial age, the space age, and now into the information age. Nor could we have become the world's leading defender of democratic values.

In our own century, the G.I. Bill redefined the link between higher education and the public good, creating what Bill Clinton described in an address before the business roundtable as "the world's largest middle class and the world's strongest economy." The G.I. Bill not only created opportunity, it created expectations for access and choice throughout American higher education. And at around the same time, the Truman Commission set the stage for the community college movement. The public purpose of higher education, the Commission said, was to ensure "equal liberty and equal opportunity to differing individuals and groups, and to enable citizens to understand...and redirect forces and events, as these tend to strengthen...their liberties." Here again -- a clear expression of public purpose: education and liberty, democracy and prosperity as a society.

In assessing the last century and higher education's role, Clark Kerr proclaimed that "[a] new America is already here." The past century, Kerr said, is almost gone. "It was a great century for higher education in the United States." Total enrollments grew from 238,000 to 15 million -- from virtually no research at the start of the century, to today, when the United States clearly leads the world. It has been, Kerr rightly concluded, "a golden century."

Many of us lived through a good portion of this golden century. But what of the century that lies ahead? What of the historic link between higher education and the public good? Will the bond between colleges and universities and America grow even stronger? Or will the storm clouds some see on the horizon continue to gather? Will we, for example, more and more treat higher learning as a commodity, governed not by a vision of the public good, but by an impersonal market, available only to those who can pay the price?

I am by nature an optimist. Even so, I believe there are some clouds on the horizon. A recent AASCU study -- part of an early alert network among the 50 states -- found three overriding concerns about our future: weakened, more contested state funding; increasing public worries over college costs; and growing questions about who we serve and for what purposes.

Over the past 20 years, we have watched as funding from state governments has sagged. Whether measured in terms of a share of the overall state budget, or in inflation-adjusted dollars per student, or by any other metric, the trend line has been down -- not just in one state, but nearly everywhere.

Obligations in other areas of government, particularly the construction and operation of more prisons, have tended to squeeze higher education support. Combined with the ups and downs of the economy and with the desire for less government and more tax relief, state support for higher education has suffered.

A recent "Council for Aid to Education" study projected these trends into the next century. Roger Benjamin, one of the authors

of *Breaking the Social Contract,* has said that unless a deliberate reallocation and reprioritization of state resources takes place, we could see state support dwindle to almost nothing.

Jim Duderstadt, my colleague and former president of the University of Michigan, once commented that the situation was so bad that he had moved from describing Michigan as a state university, to a state-assisted university, then to a state-related university, and finally, to a state-located university.

We learned from the stock market last month that trends don't always go up; nor do they always go down. I, for one, don't for one moment look for the demise of the public university. The fact is, in most states the last two years have been the best in terms of improved state support we've seen in some time.

But I do believe we must find ways to reinvigorate state investment in higher education and make the case anew -- as did Georgia's charter, as did the G.I. Bill and the Truman Commission -- that the future of our 50 states, our nation, and higher education are inseparable.

Some would advise that we simply face up to the inevitable and "privatize" the public university. I'm not so sure. If by privatization we mean freeing public colleges and universities from the excessive control of state government -- while holding ourselves accountable for high quality and efficient academic programs -- I am all for it. And if we mean by privatization the adoption of more sophisticated management practices to reduce costs and improve productivity, I am for that, too. More and more, increasing efficiency will be the key to academic quality. But if by privatization we mean that we might walk away from a concern for the public good and from our heritage, then I worry about our future.

A recent report of the Kellogg Commission called for a "Return to Our Roots." The commission argued that "unless public universities become the architects of change, they will be its victims" and that "state and land-grant institutions must again

become the transformational institutions they were intended to be" in order to lead the way into the next century.

Such convictions, I believe, are right on track. Now is the time to return to fundamentals and to craft -- for this day and age -- our own definition of what it means to be a public university.

Recently, in Indianapolis, I had the opportunity to observe two different focus groups talking about college and college costs. ACE, AASCU, Land-Grant, and others sponsored the sessions to discover what the public knows and thinks about college -- what it costs -- the various options and points of access.

One can't generalize from five hours of discussion, but I can tell you a little about what I heard that evening from some of the parents who spoke -- people representing a variety of ethnic and racial backgrounds and different walks of life; with incomes ranging from $15,000 to $50,000 a year; several of them single parents; several with children at or near college age.

There was much they didn't understand. They didn't understand what college actually costs. They wildly overestimated tuition and fee levels. Even though most would have been eligible for some assistance, they didn't believe student aid was available -- except to athletes. And they did not begin to understand the range of choices and options out there -- public and private, large and small, commuting and residential -- or how to choose among them.

But one thing they did understand. To a person, they understood the importance of a college education. They knew times had changed. They knew college was more important than ever before -- important to the "good life," important for a job, and important if others are to respect you and your opinion. They knew college wasn't necessarily for everyone -- and yet, to a person, they wanted college for their daughters and sons.

This disconnect, I believe, is at the root of much of America's phobia over college costs -- namely, the absolute conviction that

college is crucial on the one hand, and yet the fear that it may be unattainable, on the other.

If higher education expects to retain the public's trust, we must keep the growth of tuition and fees in line with inflation and family income. To do that, we must recreate the vital partnership -- with the state and with federal policy-makers -- that reaffirms higher learning as a crucial public good.

The bigger challenge we face, however, is about more than dollars or where they come from. The bigger job is to rethink our academic values and contributions we make to the public good. In the process, we must craft our own vision -- our own definition of excellence and purpose, free from polls and rankings.

I read, as perhaps you did, the recent *New York Times* editorial comments on the death of James Michener. "At readings and book-signings all across the country," the *Times* wrote, American writers are commonly asked, "What do you think of James Michener?"

"It isn't a trick question," the *Times* went on to say. Michener was neither highbrow nor lowbrow, they said, "he was simply brow." "A touchstone for several generations of American readers...he encouraged writers, and...gave more than $100 million to the arts, in gifts that enriched Swarthmore College...the University of Texas...the University of Iowa, the University of Northern Colorado and many other institutions. He lived a generous, honorable life, and...remembered that even writers as prosperous as he was are not always judged by their words alone."

We, too, will be judged not by words alone; nor by the latest rankings, our students' average test scores, the size of our research programs, nor the numbers of Nobel prize winners on our faculties. Instead, we will be judged by the impact we have on people's lives; the opportunities for growth that we provide; and the degree to which our institutions embody the values essential to the survival of our democratic society.

One of the most important examples of where we must rethink and reassert the values that define us as public universities has to do with assessing merit and allocating opportunity. That is, how should we decide who should be admitted to study on our campuses, under what criteria, and for what reasons? Higher education, and especially public higher education, has become overly reliant on standardized tests -- the S.A.T, A.C.T., and others.

The Educational Testing Service, under Nancy Cole's leadership, recently issued a strong warning against over-reliance on tests and urged that we consider multiple measures of merit. "Equating scores with merit," she said, "supports a mythology that is not consistent with the reality of data."

Not only do tests give us an incomplete picture of a student's ability to succeed in college, but over-reliance on tests makes it more difficult to achieve the diversity among our students so crucial to our educational mission and public purpose. Efficient, but oversimplistic formulas don't help us reach the very students and families we are committed to serve, including not just middle or upper income students but those who come from disadvantaged families -- or in Mother Teresa's words, "the poorest of the poor" who also, in this democracy, deserve a chance.

In the process of basing our admissions decisions so heavily on tests, we risk losing those who could and should provide the backbone of our democracy -- as teachers, jurists, business leaders, doctors, nurses, social workers, and other community leaders.

We can do better. We can rethink our values and purposes as academic institutions and reassess the way we go about deciding who will be permitted to walk through our doors of opportunity. The fact is, in the new information age, we can't afford simply to sort talent -- take the best and reject the rest. The challenge for higher education -- in this century and especially the next -- is to nurture and develop all our nation's talent. The health of our society and the strength of our democracy depend on it.

A century ago, Woodrow Wilson, then a 45 year old Princeton professor, talked about the essential public purpose of higher education. "We dare not," he said, "keep aloof and closet ourselves while a nation comes to maturity." His words were true then, and they are just as true today.

The history of the last century would have been vastly different in the absence of the commitment of public colleges and universities to service. The results surround us: a virtual revolution in American agriculture; our nation's growth as a global leader in the production of goods and services; America's strength in science and technology; and the very character of our society. In every instance, public higher education has made a vast and lasting difference.

One piece of unfinished business -- and perhaps this nation's greatest challenge -- is strengthening the quality and performance of America's schools. In the global information age, knowledge -- that is, information, judgment, synthesis, creativity, analysis -- knowledge has become the critical pathway to performance and opportunity. As never before, Tocqueville's observation holds true, the wealth of our nation is its people.

Today, nearly a third of a million students in America's colleges and universities are preparing to become teachers -- the vast majority on the campuses of public colleges and universities. Over the next decade, some two million new teachers will be employed and herein lies both a tremendous opportunity and a compelling challenge.

Many institutions already are working in close partnership with the schools. But the cry from society is for more. The task is beyond an individual department, professor, or program. The need is for total institutional engagement. As a higher education community, we can transform the quality of the teachers we prepare; we can apply technology more powerfully and creatively; and we can link our schools and colleges together to create the seamless web we so often talk about. It is important to the schools; it is important to

our nation's future; and it is important to the future of higher education.

John Gardner once wrote that, "One of the milder pleasures of maturity is bemoaning the decay of once strongly held values." So let's not fall into that trap. "Societies that keep their values alive," Gardner warned, do so not by escaping the process of decay but by powerful processes of regeneration....Each generation must rediscover the living elements in its own tradition and adapt them to present realities. To assist in that rediscovery is one of the tasks of leadership. This, I believe, is our ultimate challenge as leaders in higher education: the regeneration and reaffirmation of the values that define us.

Over the years I have found James MacGregor Burns to be one of the most inspiring writers on the topic of leadership. His greatest contribution to the literature, I believe, was to point out the moral, or value base, of leadership. "The most lasting tangible act of leadership," Burns wrote, "is the creation of an institution...that continues to exert moral leadership and to foster needed social change long after the creative leaders are gone."

Our generation has inherited the legacy of the past; of leaders who shepherded American higher education through earlier years. They exerted moral leadership and fostered change that continued long after they were gone.

That same calling awaits us. It is an incredible challenge, but we too must lead the process of regeneration that will carry us strong, well into the next century and beyond.

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Council of Presidents Luncheon Address

Returning to Our Roots --
The Value and Values of Higher Education

E. Gordon Gee
President
The Ohio State University

I was told that I was asked to speak today due to my extensive experience as a higher education administrator. Like you, I have eaten a lot of chicken dinners, shaken thousands of hands, and received thousands of letters. I'm just disappointed so many of them begin "Dear Idiot."

Ohio State has more than 300,000 living alumni -- some in this room -- who all know how to run the university better than I do, especially around this time of year. We are just five days away from the OSU-Michigan game, and I already need valium! Such is the life of a university president.

It is good to be with so many public education colleagues from around the country. And I am honored to be one of your keynote speakers.

As Peter mentioned, I'm doing this crazy thing in January when I assume the presidency of Brown University. So this will be one of my last and memorable occasions as president of The Ohio State University.

Of course, since making my announcement, I've found out just how expendable I am. Last week I overheard a conversation between our Chairman of the Board and our football coach, John Cooper. As Cooper put it, finding my replacement is nothing compared to finding a replacement for Orlando Pace!

Indeed, Brown represents a big change for a guy who has spent most of his life at large, public institutions. I'll have to get used to the fact that there are more people in this room than there are at a Brown football game!

I might note that just the threat of my arrival at Brown has invigorated the football team. It has been my custom at West Virginia, Colorado, and Ohio State to telephone the coach the day before the game to wish him well and inspire a victory. I have begun calling Brown's Coach Whipple. The first time I called, the person answering the phone dropped the receiver and hollered: "My God, it's the president!" Apparently those calls are working.

It is never easy leaving a place you love. And it is getting even harder as the time approaches for me to say goodbye. One of the considerations that made my decision so difficult is the commitment of the people in this room to the value and values of public higher education. Clearly, one of the great assets for this country is a great state and land-grant university system, with its tradition of service and public purpose.

These are principles that I prize and which I will now take with me to the East Coast.

Together, we represent a system of higher education that is the envy of the world. We are preparing students for leadership, arming them with knowledge, skills, and the spirit of service.

We are also united in our efforts to address the important educational issues of our day. We know that today's students face a number of challenges. The members of the Class of 2001 have begun their freshman year. Think about that -- 2001! And they have seen much in their young lives. When they started high school, Madonna didn't have a baby -- and neither did Michael Jackson, for that matter. There was no "Baywatch." No Babe the talking pig. No Beavis. No Butt-head. "Cheers" was still on. Tonya Harding was still in. And Ellen still hadn't come out.

Much has happened, both petty and profound. And it is up to us to prepare our students for a rapidly changing world -- a world that we cannot even begin to imagine! Consider this: When I became president of Ohio State just seven years ago, there was a wall in Berlin and an Iron Curtain in Europe! Mandela was in prison, not president. We have seen close calls on Mir and close-ups from Mars. Cloning and contamination have kept science in the news.

Our graduates enter a world that is hard to understand and easy to misinterpret. Cults and car bombs. War lords and drug lords. Revolution and racism. Hunger and hatred. Poverty and protest. From Oklahoma City to Bosnia, acts of violence have come into our homes and hearts.

As the times have changed, so have our ideas about what it will take to educate our youth. The last century was built on brawn. The next will be built on brains. And universities represent the central force that will drive the future of this nation.

At the same time, it is clear that our public colleges and universities face the most formidable set of challenges in their long history. We are under assault from many quarters -- reduced state support; unfunded mandates that require expensive compliance; cuts in research funding over the long term; and demands for greater accountability.

The fact that prisons in many states now command a higher portion of state support than higher education shows that we are in danger of losing our status as a valuable long-term investment. We are making a greater investment in fear than in hope!

The degree to which these challenges are met will determine whether our institutions remain vibrant and relevant in the 21st century. As never before, we must maintain our relevance by our performance and our ability to change. Otherwise, our institutions of higher education run the risk of being consigned to the academic equivalent of Jurassic Park -- places of great historic interest, fascinating to visit, but no longer relevant in a world that has passed them by.

The nature of these problems is eroding the very foundation of public trust in American higher education. There is no question that a mood of distrust and discontent has enveloped the ivory tower. Today many parents fear that a college education is being priced out of their reach.

As higher education struggles with funding cutbacks and technology expenses, the cost of a college education is on everyone's mind -- including Congress and the President.

Beyond cost, Americans are concerned that our graduates are not ready for the workforce. and perhaps, most important, they worry that we have lost sight of the needs of our students.

A report by the National Commission on Educating Undergraduates in the Research University confirms this disturbing perception. It notes: "With the value system favoring research and graduate studies firmly entrenched in American universities, undergraduates too often become at best a responsibility, at worst, an afterthought."

I am sorry to say that sometimes that observation is too close to the truth. We have all heard the stories -- students being shuffled from office to office by disgruntled staff, problems with financial aid and advising, long lines and red tape, unavailable and disinterested faculty, aloof and uninformed administrators. You have probably even heard some of our colleagues joke that their job would be great if it weren't for those damn students!

The nation's colleges and universities have promised many things to many people and have delivered on those promises. Higher education has been a unique source of practical education and lifelong learning. Its value is beyond calculation.

But all of that is now at risk, and we can no longer sugar-coat the truth. We are beset by an array of student-centered problems. We are challenged by new demographics. Enrollment booms. Exploding technologies. Eroding public trust. And in the end, demands to be more accountable to students.

Each of us is struggling with these issues in our own way on our own campuses. But we realize that we have run out of easy solutions. Adding a program here, creating a special-interest office there, shaving expenditures somewhere else, and working around the marginally productive -- these and other strategies do not work. Our challenges are not technical issues of how to allocate fewer resources, but difficult problems of how to best serve our students when conditions are constantly changing.

With our budgets tight and expectations high, how can we improve the quality of student life and learning?

With those questions in mind, the Kellogg Commission on the Future of State and Land-Grant Universities was launched in our nation's capital in January 1996. Under Peter Magrath's guiding vision and with the enthusiasm of the Kellogg Foundation, we set out on a rigorous process of self-examination.

Kellogg's positive experience with the Food Systems Initiative and Bill Richardson's leadership opened the door for the rest of us as we manage change. The partnerships our agricultural colleagues have built with communities, business, and industry are a model for us all.

The Kellogg Commission represents another step in this process. And I would like to thank all of you for your commitment and support which have kept us well-linked with the NASULGC family. With strong input from our NASULGC commissions and councils and with the leadership from many of you in this room, the work of the Kellogg Commission is moving forward.

I have been privileged to chair this panel of 25 current and former university presidents who are studying critical issues and reforms in higher education. And, we started with the student experience.

This country's land-grant universities were established to put students first. In responding to the immense changes impacting higher education, we must begin by returning to our roots. Americans value our research, and they appreciate our outreach.

But they support us because we have historically provided a quality educational experience for students.

Clearly, we must refocus on our responsibilities to students. Those of us on the Kellogg Commission believe we *can* return to our roots. And we can reinvent our institutions if we reaffirm three broad ideals in the daily life of our campuses.

First, our institutions must become genuine learning communities, supporting and inspiring faculty, staff, and learners of all kinds. Second, our learning communities must be student-centered. And third, our learning communities must provide an education of value and values.

Let me begin with what I mean by "a learning community." A learning community is one that supports and inspires growth among all its members -- faculty, staff, students, and learners of all kinds, both on campus and off. It is oriented around students' needs, and it is dedicated to the premise that learning takes place not just in the classroom, but in the residence hall over pizza. Or in the computer lab while surfing the net. Or in the student union while looking at an art exhibit.

But all too often, we develop a "silo" mentality in our approach to learning. Instead of seeing how our missions are related, students, faculty, staff, and administrators see themselves engaged in separate enterprises -- or worse yet, as adversaries in competition for scarce resources.

This inability to "see the big picture" is what leads many to conclude that higher education has lost its focus on the student experience. It's the vision thing.

Clearly, if we are to return to our roots, we will have to look at things anew. If we are to create a true learning community, we will need to begin seeing how all of our activities and responsibilities are related. Learning is not reserved just for classrooms or degree programs. It is available to every member of the academic community, at any time -- whether in the laboratory

or the library, the bowling alley or the bookstore, the recreation center or the arts center.

Whether we fall short of this goal at times is not the point. The point is that in creating a community of learning, we must see ourselves on the same team, engaged in the same process. And we must remind ourselves of this fact every day because a host of constituencies has a stake in our performance.

My second point is that our learning community must be student centered. That may seem like an obvious statement. Students are at the very soul of what we do. But in reality, I fear we are dangerously close to losing our soul.

Today a skeptical public appears convinced that students are ignored, that research is more important than teaching, and that we have built research-driven faculty who care more about their disciplines and their grant money than the students they serve.

Whether we are part of a large national university or a small liberal arts college, we cannot afford to be anything less than student centered -- for only a student-centered approach has any hope of creating the kind of dynamic learning environment required in a community of learning. If we can get this right, the rest will take care of itself. If we cannot, the rest will be all wrong.

A student-centered approach requires changes in attitudes and responsibilities for every member of the academic community. It imposes additional expectations on all of us, whether in student life, teaching, or administration.

Some of us in higher education have started talking about students as our customers, applying the principles of quality management to education. Others have balked at the very idea that we have "customers" who must be better served. If you oversimplify quality to mean "the customer is always right," it does not fit for academia.

We know that learning is not a passive activity and that students must take initiative and responsibility for their educational progress.

But quality *can* be measured by the kind of educational experience we deliver and whether it is one that has prepared our graduates for productive service in their careers and their communities.

Call them what you want, our students, their parents, and the people of this country have high expectations of us, and they should. We must be held to account. And we must serve them better.

How can we keep our focus on the student? It will require energy, taking time to listen, and making the effort to understand the total college experience. When it comes to the goal of being student centered, actions speak louder than words. That's why I like to get out and visit with students as much as I can.

I understand that taking time to get to know students represents a very tall order. In the rush of day-to-day events, we all feel the impossibility of simply keeping up with our basic responsibilities. You may decide not to attend that student award dinner or turn down an invitation to speak at a student event.

Likewise, I know that we cannot connect with every student on every dimension every day. But if we at least turn our attention to this effort, and make time with students a priority, we will be on the right path.

Finally, our learning communities must provide an education not just of value, but values. This is an area that deserves our utmost attention and effort.

There is absolutely no question that the biggest educational challenge we face today lies in helping our students develop character and conscience, civility and respect.

For too many years, higher education has ignored its responsibility to nurture individual and social responsibility in our students. Some would even say that the notion of teaching values does not belong in the university. The ask, "Whose values are we teaching?" But I have found that by asking that question, we often abandon the issue of values altogether.

Let me point out that I am not talking about religious or cultural values. There are certain, fundamental values principles which are core to our humanity which we must begin to talk about -- issues of honesty and integrity; respect and tolerance for others; commitment, service and community.

Ideally, values education occurs through the influence of parents and families, churches and synagogues. And indeed, many of our students come to us from good homes and great communities where these principles have been instilled. But it would be naive for us to think that is the case for all of our students. If teaching values is not being done by families, communities, and churches, then someone has to speak up. And I believe that our colleges and universities should lead the national conversation on the subject. We should preach, teach, and live the issues.

At a recent conference, I had the opportunity to discuss leadership with Professor Ron Heifetz of Harvard's Leadership Education Project. He is author of *Leadership Without Easy Answers.* Heifetz sees leadership as the ability and courage to mobilize people to do what is unpopular. This means telling them what they need to hear, not what they want to hear.

I tried that once. I wrote in the *Cleveland Plain Dealer* that there are more important things than beating Michigan -- and found there are not!

Let me give you an example, however, of the kind of values-based leadership I am talking about. After Ohio State defeated Notre Dame last year, the celebrations were enormous: Hundreds of young people spilled into the streets, some overturning cars, starting fires, and taunting police. Four of our students were

arrested. But I took it a step further. I decided to suspend two of the students from the university. Campus officials were not certain the suspensions were within the limits of their authority. Even as a lawyer, I wasn't so sure myself.

But to me, one thing was very clear: We needed to assert authority over students outside the classroom and stop looking at uncivil behavior as inevitable if we truly wanted to change the culture of the campus.

I went door to door in the neighborhood, talking with the residents. I asked them not to support or engage in any more of this destructive behavior. And for the most part, it stopped.

Universities have a responsibility -- perhaps an increased responsibility -- to employ leadership and assert greater control over behavior that is not respectful of the community. How far should we take the issue of values? Obviously, we cannot be the academic Red Cross unit for the family, or for parents or churches. Nor should we be.

But I think we can agree on certain principles -- whether one is engaged in engineering, business, law, or medicine -- that can make our campuses and our country better places for all of us.

Solving cultural problems begins by talking about basic values. And I am optimistic that good things will come from that discussion.

Each one of us here today will be involved in determining higher education's role in the next century. Surely the global economy in which we compete demands our best ideas.

For the past several years, we have talked in conferences such as this one about "higher education for the 21st century." Well guess what? The 21st century is less than 800 days away. What is the result of our planning? I have heard it described this way: Higher education is like a fast-moving locomotive, in front of which we are only now laying the track. And you and I are in the trenches.

Change is tough. As I was thinking about the challenges involved in getting our institutions to change, I came up with one of those Top Ten Lists that have made David Letterman such a big hit.

With apologies to Letterman, I came up with a Top Ten List for this occasion:

The Top Ten Signs Your Plan for Change
Isn't Going Very Well

Number 10 You notice your office mail is addressed to "Occupant."

Number 9 The president makes you wear a paper hat with the word "trainee" on it.

Number 8 Colleagues wave at you without using all their fingers.

Number 7 When you schedule the conference room for a faculty meeting, they ask you for a damage deposit.

Number 6 The president introduces you and your assistant as "Dumb and Dumber."

Number 5 Prozac dispensers are installed in the restrooms.

Number 4 Two words: early retirement.

Number 3 Your latest quote in the local newspaper was, "You can all bite me!"

Number 2 You schedule your next physical with Dr. Kevorkian.

And the Number One sign that your plan for change isn't going well: During a staff meeting, the president looks at you and says, "I thought we fired your ass months ago!"

Clearly, our rapidly changing world demands our attention to change. The Kellogg Commission is the best opportunity we have to frame the debate about the future of public higher education in America in many ways, the debate about the future of America itself.

I remain convinced that we can be architects of change, not victims. For in light of this annual gathering, I do not want us to lose sight of what makes this and similar occasions possible. In a word, it is the uniquely American commitment to access and excellence in education.

In the final analysis, the greatness of this nation will be determined by the greatness of our universities.

Each quarter, after Ohio State's commencement ceremonies, I greet the graduates and their families. Last year, a young man and his parents spoke with me briefly, and we took a photo together. As they were leaving, the father remained behind for a minute. He shook my hand and, as tears welled in his eyes, he told me that he milked 100 cows every day for four years so that his son could reach this occasion and that it was the proudest moment of his life.

Ladies and gentlemen, these jobs of ours are nothing short of blessings! What an opportunity we have -- from the East Coast to the West Coast, public and private -- to share in building this pride and hope for the future.

I know that each one of you will continue to employ the boldness and creativity to ensure that higher education remains relevant and responsive to a changing world. The reputation of this wonderful organization is known. Your leadership is invaluable. And the future is bright, indeed.

Thank you.

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1997 Seaman A. Knapp Lecture

Applying Seaman Knapp's Ideals in the New Millennium

Charles B. Knapp
President
The Aspen Institute

Good morning, and thank you for that most kind introduction. I am deeply honored to have been asked to speak to you today.

At one level, even though I have been gone only a very brief period of time, it will, I'm sure, always be a distinct pleasure to return to this annual meeting of the National Association of State Universities and Land-Grant Colleges. It does, however, feel a bit odd to be something of an outsider here today after attending these meetings so regularly for more than a decade.

There is more, though, that brings me back to you today than just a short burst of nostalgia. I am a product of the great land-grant universities, having graduated from Iowa State and Wisconsin and having enjoyed the opportunity to lead a third: the University of Georgia. I will say quite simply that I would not be standing here today were it not for the uniquely American tradition of broad-based educational opportunity as perhaps best embodied in the land-grant tradition.

In addition, I have enjoyed immensely the chance to be of some service to this association, especially so during the tenure of its most able president, Peter Magrath.

The other reason I am so pleased to have this opportunity, of course, is that Seaman Asahel Knapp, the father of the Cooperative Extension Service, after whom this lecture is named, was my great-great grandfather. Other than within the venue of a family reunion, one is rarely asked to talk about one's relatives!

It is always a challenge to try to interpret the legacy of a unique individual such as Seaman Knapp, and it may be uniquely difficult if that individual is the scion of your own family, where observation and interpretation are inevitably colored by multiple and often rose-colored layers of family folklore. But I will give it a try today.

I was raised in Iowa, where Seaman Knapp spent a great deal of his working life, and later worked in Texas, Louisiana and other parts of the south where his influence was most particularly felt. In these different environments, my perceptions of my great-great grandfather have grown and changed over the years.

As a boy I remember the colorful images conjured up when my own grandfather told that among his earliest recollections was riding on a train across east Texas with his grandfather in 1903. I remember my grandfather's characterization of this trip as "no holiday." Seaman Knapp was by most recollections pretty much all business, and he made it clear that "young" Seaman, his grandson -- my grandfather -- was along to do some serious learning.

The business of Seaman Knapp on this particular trip was especially important. He was going out to start one of the nation's first demonstration farms in Terrell, Texas. He had been commissioned by the U.S. Department of Agriculture to establish a community demonstration farm to show farmers how cotton could be raised to resist the plague of the boll weevil, which had devastated the region's principal crop and its profits.

As a teenager, tales of my great-great grandfather's friendship with James "Tama Jim" Wilson, who became U.S. Secretary of Agriculture during the administration of President William McKinley, were passed around the family dinner table.

Seaman Knapp and "D" became friends after Knapp moved from his native New York State to Iowa shortly after the Civil War. There Knapp began to nurture a developing interest in agriculture,

in 1872 publishing "The Western Stock Journal and Farmer" out of Cedar Rapids.

Wilson and Knapp were friends of Henry Wallace, the publisher of "Wallace's Farmer," and these three men formed a powerful triumvirate which would profoundly impact agriculture in this country. In addition to Wilson becoming secretary of agriculture, Wallace's son, Henry C. Wallace and grandson, Henry A. Wallace, subsequently occupied that high office.

In 1898, when he was 65 -- the age at which most of us decide to wind down our life's work -- Seaman Knapp embarked upon yet another great adventure. He accepted the request of "Tama Jim" to travel to China, Japan and the Philippines to investigate rice varieties, production and milling. He operated on this mission with an exotic yet reportedly official title that I will always envy -- "Agricultural Explorer."

The findings from his trip resulted in a significant change in the way rice was grown in the U.S. and a subsequent expansion of the rice industry, and his later acceptance of yet another new job title, that of President of the Rice Grower's Association of America.

As an undergraduate at Iowa State, I was around campus buildings and streets bearing the Knapp name. Seaman Knapp served Iowa State as professor of agriculture and manager of the farm, and later became the second president of the university. Some unkind among you have at times speculated that Seaman Knapp's fall from professor to president was the first surfacing of a tragic genetic flaw in the Knapp family that later sealed my own fate.

In the course of my career I began to piece together these remembrances and do research on my own about Seaman Knapp. I discovered some very interesting aspects of my great-great grandfather's work -- and values -- which I believe are as important today as they were nearly 100 years ago when he set up that demonstration farm in Texas. It is these lessons I wish to speak to you about today.

Most importantly, and the central message I would like to leave with you today, is that Seaman Knapp was a visionary, someone who worked within the system and brought about change and innovation. Change, we accept more clearly today, is essential to progress. But this tenet was not widely accepted a hundred years ago. In fact, strict adherence to tradition and standard practice was much more the rule of the day. Seaman Knapp was among the first to recognize that change is a friend, not an enemy.

When the boll weevil threatened to decimate a major portion of the economy of the South, he applied knowledge -- gained through research -- and reached out to the farmers, encouraging them to abandon their previous methods of cotton farming and try new techniques. He was confident that not only would cotton production be restored, but unabashedly predicted that production would be increased.

Through this experience he realized that agricultural production could best be diversified and improved -- and the economy strengthened -- by actual object lessons. This practice is now deeply a part of the way complicated problems are approached, in both agricultural and other subjects, in America and around the world. But in his era, a hundred years ago, this way of approaching problems was not widely accepted.

It was through this vision that the concept of cooperative extension was born. Knapp's vision was his greatest gift, and one which would make Russ Mawby, who delivered this Seaman Knapp lecture in 1987, describe my great-great grandfather as a "pragmatic dreamer."

Like all visionaries, he was not only inspired but was able to inspire. As an educator, he instructed and motivated others. When I think of him, I am reminded of the words of William Arthur Ward, the American journalist, who said "the mediocre teacher tells. The good teacher explains. The superior teacher demonstrates. The great teacher inspires."

At the age of 70, when he now most certainly could have been retired, Knapp, with energy and insight, was able to inspire and mobilize a corps of assistants to embark upon a state-wide crusade in Texas for diversified farming. He came up with a novel concept for his time -- a unique information delivery system -- sending his aides across the state of Texas on the "lecture trains," that later became so popular across the country, to explain and demonstrate new methods to farmers.

If Seaman Knapp were alive today, I know that he would be energized by all the changes impacting agriculture, in its broadest definition as a science which includes not only food and animal production, but also the processing and marketing of these products, the manufacturing of machinery and chemicals used in this activity and the balanced and sustainable use of resources.

He would see the scientific, economic and political developments of our time as opportunities to make new, creative connections. He would find the revolution in biotechnology, enabling us to breed new resistant strains of crops and to clone animals, to have vast potential. I know that he would find the new modes of communication -- from the retrieval capabilities of the Internet to the ability to send information from the field to a computer for analysis via satellite technology -- to be astounding. And, I am sure that he would look upon the challenges of agribusiness in a global economy to be a unique opportunity.

I now have the great honor to head the Aspen Institute, an organization which, since its founding in the unsettled days after World War II, has been devoted to developing leadership that can respond to change which comes at us now at a pace that Seaman Knapp could never have imagined.

There are some who, over the years have tried to put my great-great grandfather on a pedestal. I would rather remember him as squarely in the fray, the natural habitat of visionaries -- out ahead, encouraging us to move on, to pick up our pace. Providing us with maps and signposts. Opening our eyes to the realities and

possibilities of a changing world. Not being afraid to think innovatively and to be a force for change.

I regret to say that most of us concerned with the future of agriculture have not generally been given to accept and to take advantage of change. This criticism is perhaps particularly applicable to land-grant university institutions such as the Cooperative Extension Service and Agricultural Experiment Stations. When we have been challenged about how we are responding to change, particularly in the pervasive context of tighter public funding, the response all too often has been to circle the wagons and fire inward.

There is much I cannot speculate on about the legacy of Seaman Knapp, but I can say this -- if he were faced with the environment we have today, he would not be defensive, but instead he would be furiously looking for ways he could take advantage of the situation to better our prospects.

How should we propose to lead this change? Allow me to spend the rest of the time we have this morning emphasizing some guideposts from Seaman Knapp's life work that still seem particularly applicable today.

First, lifelong learning. Seaman Knapp lived the concept of continuing education, constantly improving himself by learning. His education did not stop when he graduated from Union College in 1859. He believed, to quote Whitney Griswold, that "A college education is not a quantity of knowledge salted away in a file card. It is a taste for knowledge, a taste for philosophy, if you will, a capacity to explore, to question, to perceive relationships between fields of knowledge and experience." Or, as Robert Hutchins, president of the University of Chicago and one of the founders of the Aspen Institute, said: "The object of education is to prepare the young to educate themselves throughout their lives."

As educators, we must not only discharge our professional duties in such a manner that our students will be open to a life of learning, but we must also never stop learning ourselves. We live

in a world where, increasingly, the most vital commodity is information. With the burgeoning of the Internet and access to information it can provide; with constant changes in computer technology and the expanding uses of that technology, the way we learn has undergone -- and will continue to undergo -- profound changes. How we use information, how we organize it, retrieve it and make it accessible to more people will continue to be a primary concern as we move into the next century.

As educators, our job is to prepare young people to live in this information age -- to gain the skills that they will need to earn their living, to do their jobs using this new technology. The only way we can effectively pass on this knowledge is by continuing to learn ourselves -- which will require making changes in the way we work and teach and live.

Second, experiential education. After the successful launch of the Cooperative Extension movement, Seaman Knapp extended his concept of learning by doing to young people. In 1906, he organized boys' cotton and corn growing clubs, and four years later, girls' canning and poultry clubs, the forerunners of today's 4-H clubs.

Quite simply, Seaman Knapp took the idea of experiential education and made it work. He lived his often quoted belief that, "What a man hears, he may doubt; what he sees, he may possibly doubt; but what he does, he cannot doubt."

This idea, now so fundamental to land-grant universities, must never be lost. The 4-H clubs are now an important -- and encouraging -- example, in fact, of an organization that has successfully adapted to the changing needs of our society. Originally targeted to young people in rural areas to help educate them in the skills they would need to live and work in their community, 4-H has expanded its role and services in the late 20th century to include the educational needs of young people in urban as well as rural communities. Through outreach programs in literacy and science education, to name just two, partnering with public television and other learning organizations, 4-H has been

able to help young men and women experience the varied and changing skills they need to function successfully in their lives.

Third, embracing technology. Seaman Knapp displayed an openness to the technology of his day -- experimenting with rice production techniques, crop rotation, greater use of horsepower, better implements and other technological innovations of the time. What might he be working on were he alive today?

I am sure he would be interested in projects which constructively couple new technology with unique information delivery systems. I'm thinking, for example, of the newly created Center for Urban Agriculture at the University of Georgia. The Center will have the capability to respond to consumers' questions about what we term the "Green Industry" -- landscaping and turf for commercial and private entities. The Center, which will have specialists linked electronically, will answer questions about turf, ornamentals and landscaping quickly and accurately, thanks to technology. Its digital diagnostic program uses a digital camera to send photos of insects and diseased plants over the web to entomologists and plant pathologists for rapid diagnosis. The system has the potential to more effectively utilize personnel, reach more clientele and respond more quickly to problems.

Fourth, global community. Adlai Stevenson once said that "the world at mid-century is like a drum -- strike it anywhere and it resounds everywhere." As we approach the end of this century, this is even more the case.

I applaud the efforts of the many county extension agents who have broadened their missions to communities abroad by taking extended working tours of foreign countries. Often, like my great-great grandfather, they return home, having received as much knowledge as they have imparted.

We must always be mindful that, to quote Michael Patton, writing in the *Journal of Extension*, "An international dimension is basic to effective extension programs. Not secondary. Not a luxury. Not an after-thought. Not an add-on."

The importance of our international agricultural markets, for example, cannot be underestimated. The United States at present sells twice as much food abroad as it imports. But our home agricultural markets have all been impacted by the increase in produce imports, which have risen sharply in recent years, to 38 percent of the fruit consumed by Americans and 12 percent of the vegetables. The produce we export is now subject to ever higher and often quite stringent quality standards imposed by the European community and other nations such as Japan. For very basic economic reasons -- if for no other -- we must think globally in everything we do.

Fifth, community involvement. Walter Hines Page, former Ambassador to Britain and a contemporary of Seaman Knapp, described my great-great grandfather as "one who kindled the spirit of service in every human being with whom he came into contact." That spirit of service -- of neighbor helping neighbor within the local community -- was a rural tradition born during the days of the early settlers. In our own century, we have seen this tradition blossom into volunteering, an activity in which the United States is a trend setter.

Just this spring, President Clinton called for a renewal of the nation's tradition of volunteerism. Gathering Colin Powell and other national leaders to a summit on volunteerism in Philadelphia, President Clinton urged America's leaders to strengthen and expand volunteer activities throughout the nation. But the sense of community service that must be a central principle of our land-grant philosophy cannot stop at our nation's border. We are all now members of a global community, and one of the lessons we have learned is that global events -- such as natural disasters -- affect all of us. As we could not turn our back on the flooding of our neighbors in the Great Plains earlier this year, we also cannot renege our responsibility toward earthquake victims in rural India, who will need our technology to rebuild their lives.

Sixth, innovation. One of Seaman Knapp's greatest strengths was his attitude that he would never let a problem stop him. He could make unlikely connections, take chances, and use resources wisely

to find solutions. One of his special skills was accomplishing a project by breaking it down into tasks and then mobilizing the work force needed to carry out a goal.

At the time of his death in 1911, for example, Seaman Knapp had organized a field force of 700 instructors traveling throughout the South to help raise the level of agricultural production. In this manner, he could cover the territory as effectively as possible. This ability to create effective staffing solutions has special relevance for us today. In a time when many states are downsizing, we must look for imaginative new ways to improve efficiency without adding cost.

These guiding forces by which Seaman Knapp lived his life are as relevant and timely today as they were in his era. We live and work in a country with the highest standard of living in the world, with unparalleled resources which afford us unique opportunities for change and growth. But the opportunities available to use are not enough if we do not use them well.

Toward the end of the 19th century, Thomas Huxley, the famous British scientist and educator, was invited to speak at Johns Hopkins University. A student asked Dr. Huxley what he thought of the "bigness" of America, to which the English biologist replied, "I cannot say that I am in the slightest degree impressed by your 'bigness' or your material resources as such. Size is not grandeur, and territory does not make a nation. The great issue, about which hangs true sublimity and the terror of overhanging fate, is what are you going to do with all these things?"

My colleagues, I can do no less than encourage you to embrace the changes that will occur and put them to good use in expanding the scope and importance of land-grant universities in the next century. I believe that the elements which Seaman Knapp thought were so important at the founding of the Cooperative Extension movement -- constant learning, adaptability to change and innovation -- will be even more important in the coming century than they have been in this one. It now falls to us to apply these lessons wisely.

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Independent Auditor's Report

Board of Directors of
National Association of State Universities
and Land-Grant Colleges

We have audited the accompanying statement of financial position of the National Association of State Universities and Land-Grant Colleges (the Association) as of December 31, 1997, and the related statements of activities and cash flows for the year then ended. These financial statements are the responsibility of the Association's management. Our responsibility is to express an opinion on these financial statements based on our audit. The financial statements of the National Association of State Universities and Land-Grant Colleges as of December 31, 1996, were audited by other auditors whose report dated March 14, 1997 expressed an unqualified opinion on those statements.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the 1997 financial statements referred to above present fairly, in all material respects, the financial position of the National Association of State Universities and Land-Grant Colleges as of December 31, 1997, and the changes in its net assets and its cash flows for the year then ended in conformity with generally accepted accounting principles.

Lang + Associates, P.A.

Bethesda, Maryland
March 6, 1998

National Association of State Universities and Land-Grant Colleges
Statement of Financial Position
December 31, 1997 and 1996

Assets

	1997			1996		
	Unrestricted	Temporarily Restricted	Total	Unrestricted	Temporarily Restricted	Total
Current Assets						
Cash and cash equivalents	$ 54,640	$ ---	$ 54,640	$ 65,649	$ ---	$ 65,649
Short-term investments	3,689,085	996,323	4,685,408	3,417,228	762,711	4,179,939
Accounts receivable	121,351	33,738	155,089	49,888	43,702	93,590
Interest receivable	89,483	---	89,483	54,091	---	54,091
Prepaid expenses	60,919	---	60,919	43,342	---	43,342
Total current assets	4,015,478	1,030,061	5,045,539	3,630,198	806,413	4,436,611
Property and Equipment						
Furniture and equipment, net of accumulated depreciation of $297,919 in 1997 and $429,749 in 1996	163,089	---	163,089	199,424	---	199,424
Leasehold improvements, net of accumulated amortization of $194,573 in 1997 and $90,859 in 1996	18,572	---	18,572	22,286	---	22,286
Net property and equipment	181,661	---	181,661	221,710	---	221,710
Long-Term Investment	414,358	---	414,358	---	---	---
Other Assets	114,225	---	114,225	17,440	---	17,440
Total Assets	$ 4,725,722	$ 1,030,061	$ 5,755,783	$ 3,869,348	$ 806,413	$ 4,675,761

Liabilities and Net Assets

Current Liabilities						
Accounts payable	$ 482,788	$ ---	$ 482,788	$ 318,968	$ ---	$ 318,968
Accrued expenses	13,107	---	13,107	149,710	---	149,710
Deferred revenue	22,198	---	22,198	10,109	---	10,109
Total current liabilities	518,093	---	518,093	478,787	---	478,787
Other Liabilities	27,049	---	27,049	17,440	---	17,440
Total Liabilities	545,142	---	545,142	496,227	---	496,227
Commitments and Contingencies	---	---	---	---	---	---
Net Assets	4,180,580	1,030,061	5,210,641	3,373,121	806,413	4,179,534
Total Liabilities and Net Assets	$ 4,725,722	$ 1,030,061	$ 5,755,783	$ 3,869,348	$ 806,413	$ 4,675,761

The accompanying notes are an integral part of these financial statements.

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National Association of State Universities and Land-Grant Colleges

Statement of Activities

Years Ended December 31, 1997 and 1996

	1997			1996		
	Unrestricted	Temporarily Restricted	Total	Unrestricted	Temporarily Restricted	Total
Revenue and Support						
Member dues	$ 3,516,033	$ —	$ 3,516,033	$ 3,360,387	$ —	$ 3,360,387
Grant and program support	223,698	2,324,182	2,547,880	148,539	1,884,090	2,032,629
OAPBC support	47,011	—	47,011	42,003	—	42,003
Investment income	349,742	—	349,742	291,407	1,946	293,353
Annual meeting	459,628	35,325	494,953	504,493	31,600	536,093
Seminars, meetings and other	156,593	38,807	195,400	128,490	—	128,490
Net assets released from restrictions:						
Satisfaction of program restrictions	2,174,666	(2,174,666)	—	2,229,750	(2,229,750)	—
Total revenue and support	6,927,371	223,648	7,151,019	6,705,069	(312,114)	6,392,955
Expenses						
Personnel	3,158,389	—	3,158,389	2,920,658	—	2,920,658
Staff benefits	338,095	—	338,095	341,296	—	341,296
Payroll taxes	120,549	—	120,549	98,332	—	98,332
Consultants	107,480	—	107,480	101,595	—	101,595
Temporary and other personnel costs	38,783	—	38,783	25,560	—	25,560
Travel and representation	230,329	—	230,329	279,248	—	279,248
Rent	227,353	—	227,353	191,082	—	191,082
Office supplies and services	262,388	—	262,388	298,453	—	298,453
Duplicators and copiers	95,651	—	95,651	104,405	—	104,405
Postage and express mail	74,337	—	74,337	96,220	—	96,220
Telecommunications	93,411	—	93,411	80,186	—	80,186
Computer systems	41,103	—	41,103	36,091	—	36,091
Depreciation and amortization	73,608	—	73,608	123,948	—	123,948
Professional fees	73,556	—	73,556	78,861	—	78,861
Publications	217,226	—	217,226	189,978	—	189,978
Councils and commissions	140,818	—	140,818	106,107	—	106,107
Annual meeting	279,593	—	279,593	303,332	—	303,332
Scholarships, seminars, meetings and other	547,243	—	547,243	733,800	—	733,800
Total expenses	6,119,912	—	6,119,912	6,109,152	—	6,109,152
Change in Net Assets	807,459	223,648	1,031,107	595,917	(312,114)	283,803
Net Assets, beginning of year	3,373,121	806,413	4,179,534	2,777,204	1,118,527	3,895,731
Net Assets, end of year	$ 4,180,580	$ 1,030,061	$ 5,210,641	$ 3,373,121	$ 806,413	$ 4,179,534

The accompanying notes are an integral part of these financial statements.

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National Association of State Universities and Land-Grant Colleges
Statement of Cash Flows
Years Ended December 31, 1997 and 1996

Increase (Decrease) in Cash and Cash Equivalents

	1997	1996
Cash Flows from Operating Activities		
Change in net assets	$ 1,031,107	$ 283,803
Adjustment to reconcile change in net assets to net cash provided by operating activities:		
Depreciation and amortization	73,608	123,948
Loss on disposal of assets	6,857	4,607
Loss on sale of investments	25,129	19,730
Unrealized loss on investments	13,255	11,227
Increase in account receivable	(61,499)	(21,101)
Increase in interest receivable	(35,392)	---
Increase in prepaid expenses	(104,753)	(5,750)
Increase in other assets	(9,609)	---
Increase in accounts payable	163,820	160,203
(Decrease) increase in accrued expenses	(136,603)	20,648
Increase (decrease) in deferred revenue	12,089	(12,099)
Increase in other liabilities	9,609	---
Total adjustments	(43,489)	301,413
Net Cash Provided by Operating Activities	987,618	585,216
Cash Flows from Investing Activities		
Purchases of furniture and equipment	(42,426)	(71,198)
Proceeds from the sale of furniture and equipment	2,010	3,080
Purchases of investments	(21,418,999)	(16,219,347)
Proceeds from the sale of investments	20,460,788	15,709,742
Net Cash Used in Investing Activities	(998,627)	(577,723)
Net (decrease) increase in cash and cash equivalents	(11,009)	7,493
Cash and cash equivalents, beginning of year	65,649	58,156
Cash and cash eqivalents, end of year	$ 54,640	$ 65,649

The accompanying notes are an integral part of these financial statements.

National Association of State Universities and Land-Grant Colleges
Notes to Financial Statements
December 31, 1997 and 1996

Note 1. General Information and Summary of Significant Accounting Policies

General Information

The National Association of State Universities and Land-Grant Colleges (the Association) was formed in 1887 and is incorporated in the District of Columbia as a nonprofit corporation.

The Association has 195 members which include principal state universities, land-grant colleges and universities, and university system administration offices. The Association's overriding mission is to support high-quality public education through efforts that enhance the capacity of members to perform their traditional teaching, research and public service roles. The Association's major sources of revenue are member dues, grants and program support, annual meeting, investment income and seminars.

Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Association are prepared on the accrual basis of accounting.

Cash and Cash Equivalents

For the purposes of the statement of cash flows, the Association considers cash on hand and deposits in banks as cash. The Association does not classify investments with original maturities of three months or less as cash equivalents.

Investments

Investments in equity securities with readily determinable fair values and all investments in debt securities are reported at fair value, with realized and unrealized gains and losses included in the statement of activities.

Accounts Receivable

Accounts receivable consists of amounts due from members. The accounts receivable are deemed fully collectible by management: therefore, no allowance for doubtful accounts is established by the Association.

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Note 1. General Information and Summary of Significant Accounting Policies – (continued)

Accounts Receivable - Temporarily Restricted

This amount consists of contributions receivable. These contribution receivables are deemed fully collectible by management; therefore, no allowance for doubtful accounts is established by the Association.

Property and Equipment

Furniture and equipment are recorded at cost and are depreciated using the straight-line method over useful lives of three to eight years. Leasehold improvements are amortized using the straight-line method over the lesser of the lease term or their estimated useful lives.

Deferred Revenue

Deferred revenue consists of OAPBC dues received in advance that are deferred until the appropriate membership period.

Temporarily Restricted Net Assets

Assessment and grant receipts that are restricted as to use by the terms of the contract, grant, or other arrangement are reported as temporarily restricted revenue when received. Amounts received but not expended in the current year are reported as changes in temporarily restricted net assets and are carried forward to the next financial year. When a time and/or purpose restriction expires or is met, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions upon satisfaction of program restrictions. Amounts received without restrictions are recorded as unrestricted net assets.

Revenue Recognition

Revenue is recognized during the period in which it is earned. Contributions are recognized in accordance with the provisions of Statement of Accounting Standards No. 116.

Expenses

Expenses are recognized during the period in which they are incurred. Expenses paid in advance but not yet incurred are deferred to the appropriate period.

Note 1. General Information and Summary of Significant Accounting Policies – (continued)

Functional Allocation of Expenses

The costs of providing various program and supporting services have been summarized on a functional basis in Note 8. Accordingly, supporting general and administrative costs have been allocated among the programs and supporting services benefited.

Pervasiveness of Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent asset and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Programs

The following provides a description of the various programs operated by the Association.

Executive Agencies – staff provides technical and informational services to various government agencies to assist in developing policies and programs affecting higher education.

Legislative Agencies – staff provides technical information and assistance to the legislative arms of federal and state governments; assisting members with interpreting, enabling them to implement legislation and regulations.

Membership Services – staff supplies a continuous flow of public policy information to its members through special seminars, meetings, website, and other educational programs.

Information Services – staff conducts fact gathering and dissemination to members, media and general public, using various media, including publications, to disseminate information on higher education.

Management and General – includes the management and administration of NASULGC.

Note 1. General Information Summary of Significant Accounting Policies – (continued)

Financial Instruments and Credit Risk

Financial instruments which potentially subject the Association to concentrations of credit risk consist principally of cash, accounts receivable, and investments. The Association places its cash and investments with creditworthy financial institutions. By policy, these investments are kept within the limits designed to prevent risks caused by concentration. Credit risk with respect to accounts receivable is limited because the Association deals with a large number of constituents. As of December 31, 1997, the Association had no significant concentration of credit risk.

Reclassifications

Certain reclassifications have been made to the December 31, 1996 financial statements to conform with the 1997 presentation.

Note 2. Income Tax Status

The Association is exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, and has been determined by the Internal Revenue Service not to be a private foundation. The Association is required to report unrelated business income to the Internal Revenue Service and the District of Columbia taxing authorities. During 1997 and 1996, there was no unrelated business income.

Note 3. Investments

Investments at fair value consist of the following at December 31, 1997 and 1996:

	1997	1996
Short-term		
Money market	$ 334,999	$1,221,248
Government securities	735,230	499,221
Corporate obligations	3,615,179	2,459,470
Total short-term	4,685,408	4,179,939
Long-term		
Government securities (pledged, Note 4)	414,358	---
Total investments	$5,099,766	$4,179,939

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Note 3. Investments – (continued)

Composition of unrestricted and temporarily restricted investment income is as follows for the years ended December 31, 1997 and 1996:

	1997	1996
Unrestricted		
Interest income	$ 388,126	$ 322,364
Unrealized loss	(13,255)	(11,227)
Realized loss	(25,129)	(19,730)
Total unrestricted	349,742	291,407
Temporarily restricted		
Interest income	---	1,946
Total investment income	$ 349,742	$ 293,353

Note 4. Commitments and Contingencies

Operating Leases

The Association occupies office space under a lease which will expire August 31, 1998. However, the lease may be terminated June 30, 1998 by mutual agreement between the Association and the lessor. The lease provides for a monthly rental which may be increased for the Association's proportionate share of certain operating expenses. Rental expense for office space was $227,353 and $191,082 in 1997 and 1996, respectively.

The Association leases certain office equipment under operating leases expiring in various years through 2001. The future minimum lease payments are as follows:

Year ending December 31,	
1998	$ 85,621
1999	67,514
2000	19,780
2001	1,338
	$174,253

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Note 4. Commitments and Contingencies – (continued)

Contract to Purchase Land and Building

The Association entered into a joint operating agreement with three other educational associations in June 1997 for the purpose of purchasing a building. The Association entered into a purchase and sale contract in June 1997. There are numerous provisions which will permit the Association to terminate this contract. The Association will own 19.23% of the building and will be responsible for their proportionate share of the financing. The building is to be financed with the issuance of Industrial Revenue Bonds approved by the District of Columbia and marketed by First Union National Bank of Virginia. First Union has issued an irrevocable line of credit to the associations for $23 million to expire July 15, 1998 which will finance the purchase of the building. The associations will be jointly and severally liable under the terms of the loan commitment with the bank.

Pursuant to the letter of credit the Association was required to pledge a U.S. Treasury Note with a maturity date of July 2002 as collateral. The U.S. Treasury Note has a market value at December 31, 1997 of $414,358 and is shown as a long-term investment in the statement of financial position.

Contracts

The Association has an employment agreement with the Association's President. The agreement is for a five-year period and sets forth certain conditions for continued employment.

Note 5. Retirement Plan

The Association has a tax-deferred annuity plan, pursuant to Section 403(b) of the Internal Revenue Code. The plan is funded through the purchase of tax deferred variable annuity certificates. Employee contributions are voluntary and are made on a pre-tax basis. Employer contributions are a percentage of salaries and are defined in the Master agreement between the Association and the Teachers Insurance and the Annuity Association of America (TIAA). The Association's contributions to the plan were $241,928 and $247,178 in 1997 and 1996, respectively.

The Association owns an annuity contract with TIAA on behalf of the President in the amount of $27,049 and $17,440 as of December 31, 1997 and 1996, respectively, which is included in Other Assets in the Statement of Financial Position.

Note 6. Supplemental Cash Flows Information

The Association paid no amounts for income taxes and interest for the years ended December 31, 1997 and 1996.

Note 7. Temporarily Restricted Net Assets

Temporarily restricted net assets are available for the following purposes:

	Amount
Kellogg Presidents Commission on the 21st Century State and Land-Grant University	$ 302,412
ECOP/ESCOP Legislative Affairs – AESOP, Ltd.	280,046
Council for Agricultural Research, Extension, and Teaching (CARET)	228,484
Kellogg Extension Program	91,579
Extension Program Resources	59,229
ECOP 4-H Council Project	35,234
American Liaison Office (ALO) for University Cooperation in Development	20,000
Academic Programs Committee on Organizations and Policy (ACOP)	13,563
Southern Education Foundation Conference Grant	2,500
National Extension Leadership Development (NELD) Program	1,252
National Center for Diversity	782
Extension Committee on Organization and Policy (ECOP)	(5,020)
	$1,030,061

Note 7. Temporarily Restricted Net Assets – (continued)

Net assets released from restrictions by incurring expenses satisfying the restricted purposes were as follows for the years ended December 31, 1997 and 1996:

	1997	1996
ECOP/ESCOP Legislative Affairs – AESOP, Ltd.	$ 656,004	$ 440,451
Kellogg Presidents Commission on the 21st Century State and Land-Grant University	408,936	351,331
Academic Programs Committee on Organizations and Policy (ACOP)	253,370	210,171
Extension Committee on Organization and Policy (ECOP)	230,136	231,594
Council for Agricultural Research, Extension, and Teaching (CARET)	193,182	196,729
Extension Program Resources	137,419	116,770
National Extension Leadership Development (NELD) Program	111,348	110,117
National Center for Diversity	91,957	---
Human Sciences-AESOP, Ltd.	80,000	80,000
Kellogg Extension Program	8,421	---
Kellogg Agricultural Faculty Teaching Workshops	3,893	22,333
Kellogg Future Vision and Mission Project	---	144,488
GE Fund Minority Graduate Feeder Program	---	139,387
ESCOP Environmental Affairs	---	133,520
RJR Nabisco Scholarship Fund	---	45,973
National Synthesis Conference	---	5,175
Management Systems Evaluation Area	---	1,711
Total	$2,174,666	$2,229,750

National Association of State Universities
and Land-Grant Colleges
Notes to Financial Statements
December 31, 1997 and 1996

Note 8. Functional Expenses

Functional expenses for the years ended December 31, 1997 and 1996, are as follows:

	1997	1996
Program services		
Representation and Liaison:		
Executive agencies	$ 542,592	$ 776,108
Legislative agencies	1,030,923	1,219,598
Other associations	---	388,054
Total representation	1,573,515	2,383,760
Membership	2,815,762	2,432,215
Information services	1,133,785	794,250
Total program services	5,523,062	5,610,225
Supporting services		
Management and general	596,850	498,927
Total functional expenses	$6,119,912	$6,109,152

Elected Heads of the Association
1887-1997

Editor's Note: Until 1979, the elected head of the Association was called the President and the staff director was called the Executive Director. Beginning in 1979, the elected head of the Association is called the Chairman and the staff director is called the President.

An individual serving as Chair-elect serves the following year as Chair.

Chair-elect	Name	Member Institution
1887	George W. Atherton	Pennsylvania State University
1889 (Jan)	George W. Atherton	Pennsylvania State University
1889 (Nov)	J.H. Smart	Purdue University
1890	H.H. Goodell	University of Massachusetts
1891	W.L. Broun	Auburn University
1892	W.A. Henry	University of Wisconsin
1893	S.D. Lee	Mississippi State University
1894	M.E. Alvord	Oklahoma State University
1895	S.W. Johnson	Connecticut Agricultural Experiment Station
1896	George T. Fairchild	Kansas State University
1897	H.C. White	University of Georgia
1898	H.P. Armsby	Pennsylvania State University
1899	H.E. Stubbs	University of Nevada
1900	A.W. Harrisa	University of Maine
1901	W.M. Ligget	University of Minnesota
1902	J.K. Patterson	University of Kentucky
1903	W.O. Thompson	Ohio State University
1904	E.B. Voohees	Rutgers, The State University of New Jersey
1905	M.J. Buckham	University of Vermont
1906	L.H. Bailey	Cornell University
1907	J.L. Snyder	Michigan State University
1908	M.A. Scovell	University of Kentucky

1909	W.J. Kerr	Oregon State University
1910	W.H. Jordon	Cornell University
1911	W.E. Stone	Purdue University
1912	E.H. Jenkins	Connecticut Agricultural Experiment Station
1913	A.C. True	U.S. Department of Agriculture
1914	E.A. Bryan	Washington State University
1915	C.E. Thorne	Ohio State University
1916	K.L. Butterfield	University of Massachusetts
1917	Eugene Davenport	University of Illinois
1918	C.A. Lory	Colorado State University
1919	Samuel Avery	University of Nebraska
1920	H.L. Russell	University of Wisconsin
1921	T.D. Boyd	Louisiana State University
1922	Howard Edwards	University of Rhode Island
1923	R.A. Pearson	Iowa State University
1924	A.F. Woods	University of Maryland
1925	E.A. Burnett	University of Nebraska
1926	H.A. Morgan	University of Tennessee
1927	J.L. Hills	University of Vermont
1928	Anson Marston	Iowa State University
1929	A.M. Soule	University of Georgia
1930	G.W. Rightmire	Ohio State University
1931	E.O. Holland	Washington State University
1932	J.C. Futrall	University of Arkansas
1933	T.O. Walton	Texas A&M University
1934	F.L. McVey	University of Kentucky
1935	J.G. Lipman	Rutgers, The State University of New Jersey
1936	Alfred Atkinson	Montana State College
1937	C.W. Creel	University of Nevada
1938	J.A. Burruss	Virginia Polytechnic Institute
1939	F.D. Farrell	Kansas State University
1940	F.M. Mumford	University of Missouri
1941	J.D. Hoskins	University of Tennessee
1942	E.E. Day	Cornell University
1943	C.B. Hutchinson	University of California
1944	C.S. Boucher	University of Nebraska

1945	T.P. Cooper	University of Kentucky
1946	R.D. Hetzel	Pennsylvania State University
1947	J.L. Morrill	University of Minnesota
1948	J.A. Hannah	Michigan State University
1949	A.S. Adams	University of New Hampshire
1950	R.F. Poole	Clemson University
1951	M.S. Eisenhower	Pennsylvania State University
1952	A.A. Hauck	University of Maine
1953	F.L. Hovde	Purdue University
1954	Lewis Webster Jones	Rutgers, The State University of New Jersey
1955	Irvin Stewart	West Virginia University
1956	M.T. Harrington	Texas A&M University
1957	A.N. Jorgensen	University of Connecticut
1958	C.C. French	Washington State University
1959	C.M. Hardin	University of Nebraska
1960	J.A. Perkins	University of Delaware
1961	J.T. Caldwell	North Carolina State University
1962	N.G. Fawcett	Ohio State University
1963	Elmer Ellis	University of Missouri
1964	David D. Henry	University of Illinois
1965	Edgar F. Shannon, Jr.	University of Virginia
1966	James H. Jensen	Oregon State University
1967	W. Clarke Wescoe	University of Kansas
1968	Fred H. Harrington	University of Wisconsin
1969	Richard A. Harvill	University of Arizona
1970	Wilson H. Elkins	University of Maryland
1971	David W. Mullins	University of Arkansas
1972	W. Robert Parks	Iowa State University
1973	Lewis C. Dowdy	North Carolina A&T State University
1974	Ernest L. Boyer	State University of New York System

1975	Daniel G. Aldrich, Jr.	University of California, Irvine
1976	Harry M. Philpott	Auburn University
1977	Glenn Terrell, Jr.	Washington State University
1978	Edwin Young	University of Wisconsin
1979	A.R. Chamberlain	Colorado State University
1980	Harold Enarson	Ohio State University
1981	Clifton R. Wharton, Jr.	State University of New York System
1982	Robert Q. Marston	University of Florida
1983	Edward J. Bloustein	Rutgers, The State University of New Jersey
1984	C. Peter Magrath	University of Minnesota
1985	I.M. Heyman	University of California, Berkeley
1986	John DiBiaggio	Michigan State University
1987	Stanley O. Ikenberry	University of Illinois
1988	Chase N. Peterson	University of Utah
1989	Robert M. O'Neil	University of Virginia
1990	Donald N. Langenberg	University of Maryland System
1991	Lattie F. Coor	Arizona State University
1992	James McComas	VPI & State University
1993	Frederick S. Humphries	Florida A&M University
1994	Nils Hasselmo	University of Minnesota
1995	Lois B. DeFleur	University at Binghamton, SUNY
1996	Charles B. Knapp	University of Georgia
1997	Manuel T. Pacheco	University of Missouri System

National Association of State Universities and Land-Grant Colleges

Member Institutions 1997

ALABAMA

Alabama A&M University*
Auburn University*
Tuskegee University*
The University of Alabama System
University of Alabama
University of Alabama at Birmingham
University of Alabama in Huntsville

ALASKA

University of Alaska System*
University of Alaska Fairbanks

ARIZONA

Arizona State University
Northern Arizona University
University of Arizona*

ARKANSAS

University of Arkansas System
University of Arkansas, Fayetteville*
University of Arkansas at Pine Bluff*

CALIFORNIA

California Polytechnic State University, San Luis Obispo
California State University System
California State University, Fresno
California State University, Sacramento
San Diego State University
San Francisco State University
University of California*
University of California, Berkeley
University of California, Davis
University of California, Irvine
University of California, Los Angeles
University of California, Riverside
University of California, San Diego
University of California, Santa Barbara
University of California, Santa Cruz

COLORADO

Colorado State University*
The University of Colorado
University of Colorado at Boulder

CONNECTICUT

Connecticut Agricultural Experiment Station*
University of Connecticut*

DELAWARE

Delaware State University*
University of Delaware*

DISTRICT OF COLUMBIA

American Indian Higher Education Consortium*
University of the District of Columbia*

FLORIDA

Florida A&M University*
Florida Atlantic University
Florida International University
Florida State University
State University System of Florida
University of Central Florida
University of Florida*
University of South Florida

GEORGIA

Fort Valley State University*
Georgia Institute of Technology
Georgia State University
University of Georgia*
University System of Georgia

GUAM

University of Guam*

HAWAII

University of Hawaii*

IDAHO

University of Idaho*

ILLINOIS

Southern Illinois University
Southern Illinois University at Carbondale
University of Illinois*
University of Illinois at Chicago
University of Illinois at Springfield
University of Illinois at Urbana-Champaign

INDIANA

Indiana University
Indiana University-Purdue University Indianapolis
Purdue University*

IOWA

Iowa State University*
University of Iowa

KANSAS

Kansas State University*
University of Kansas
Wichita State University

KENTUCKY

Kentucky State University*
University of Kentucky*
University of Louisville

LOUISIANA

Louisiana State University System*
Louisiana State University and Agricultural & Mechanical College
Southern University and A&M College System*
University of New Orleans

MAINE

University of Maine System
University of Maine*

MARYLAND

Towson University
University System of Maryland
University of Maryland at College Park*
University of Maryland Eastern Shore*

MASSACHUSETTS

Massachusetts Institute of Technology*
University of Massachusetts*
University of Massachusetts Amherst
University of Massachusetts Boston

MICHIGAN

Michigan State University*
Michigan Technological University
Oakland University
University of Michigan
Wayne State University
Western Michigan University

MINNESOTA

University of Minnesota*
University of Minnesota Duluth

MISSISSIPPI

Alcorn State University*
Mississippi State University*
University of Mississippi
University of Southern Mississippi

MISSOURI

Lincoln University*
University of Missouri System*
University of Missouri-Columbia
University of Missouri-Kansas City
University of Missouri-Rolla
University of Missouri-St. Louis

MONTANA

Montana State University*
The University of Montana

NEBRASKA

University of Nebraska*
University of Nebraska-Lincoln

NEVADA

University of Nevada, Las Vegas
University of Nevada, Reno*

NEW HAMPSHIRE

University System of New Hampshire
University of New Hampshire*

NEW JERSEY

Montclair State University
New Jersey Institute of Technology
Rutgers, The State University of New Jersey*

NEW MEXICO

New Mexico State University*
University of New Mexico

NEW YORK

The City University of New York
Cornell University*
The Graduate School and University Center of The City University of New York
State University of New York
University at Albany, SUNY
University at Binghamton, SUNY
University at Buffalo, SUNY
University at Stony Brook, SUNY

NORTH CAROLINA

East Carolina University
North Carolina A&T State University*
North Carolina State University*
University of North Carolina
University of North Carolina at Chapel Hill
University of North Carolina at Charlotte
University of North Carolina at Greensboro

NORTH DAKOTA

North Dakota State University*
University of North Dakota

OHIO

Bowling Green State University
Cleveland State University
Kent State University
Miami University
The Ohio State University*
Ohio University
University of Akron
University of Cincinnati
University of Toledo
Wright State University

OKLAHOMA

Langston University*
Oklahoma State University*
University of Oklahoma

OREGON

Oregon State System of Higher Education
Oregon State University*
Portland State University
University of Oregon

PAGO PAGO

American Samoa Community College

PENNSYLVANIA

Indiana University of Pennsylvania
The Pennsylvania State University*
Temple University
University of Pittsburgh

PUERTO RICO

University of Puerto Rico*

RHODE ISLAND

University of Rhode Island*

SOUTH CAROLINA

Clemson University*
South Carolina State University*
University of South Carolina

SOUTH DAKOTA

South Dakota State University*
University of South Dakota

TENNESSEE

Middle Tennessee State University
Tennessee State University*
University of Memphis
University of Tennessee*
University of Tennessee, Knoxville

TEXAS

Prairie View A&M University*
Texas A&M University System
Texas A&M University*
Texas Tech University
University of Houston System
University of Houston
University of North Texas
University of Texas System
University of Texas at Arlington
University of Texas at Austin
The University of Texas at San Antonio

UTAH

University of Utah
Utah State University*

VERMONT

University of Vermont*

VIRGIN ISLANDS

University of the Virgin Islands*

VIRGINIA

University of Virginia
Virginia Commonwealth University
Virginia Polytechnic Institute & State University*
Virginia State University*

WASHINGTON

University of Washington
Washington State University*

WEST VIRGINIA

West Virginia State College
West Virginia University*

WISCONSIN

University of Wisconsin System
University of Wisconsin-Madison*
University of Wisconsin-Milwaukee

WYOMING

University of Wyoming*

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* Indicates land-grant institution

Bylaws

of the

National Association of State Universities and Land-Grant Colleges

Article I -- Principal Office and Registered Agent

A. The principal office of the National Association of State Universities and Land-Grant Colleges, a nonprofit corporation incorporated under the laws of the District of Columbia (hereinafter the "Association"), shall be in the District of Columbia.

B. The Association may have such other office or offices at such suitable place or places within or without the District of Columbia as may be designated from time to time by the Association's Board of Directors.

C. The Association shall have and continuously maintain a registered office in the District of Columbia and the Association's President shall appoint and continuously maintain in service a registered agent who shall be an individual resident of the District of Columbia or a corporation, whether for profit or not for profit.

Article II -- Purposes

The Association is organized and is to be operated exclusively for charitable and educational purposes within the meaning of Sections 501(c)(3) and 170(c)(2)(B) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law). The purposes of the Association are as set forth in the Articles of Incorporation.

No part of the net earnings of the Association shall inure to the benefit of or be distributed to the members of its Board of Directors, officers, members, any private individuals, or any organizations organized and operating for profit, except that the

Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of its purposes as set forth in Article II, hereof.

No substantial part of the activities of the Association shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Association shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any provision in these Bylaws or in the Association's Articles of Incorporation, the Association shall not carry on any activities not permitted to be carried on:

(a) By an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such Code (or the corresponding provisions of any future United States internal revenue law),

(b) By an organization described in Sections 509(a)(1), (2), or (3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States internal revenue law), and

(c) By an organization described in Sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law).

Article III -- Membership

A. Membership Classification.

The Association shall have one class of members. Members shall not have the right to vote, except as part of their membership on Association Boards, Commissions, Committees and Councils described below. All members of the Association shall consist of institutions of higher education, each of which qualifies under Section 115(a) of the Internal Revenue Code of 1986, or is exempt

from Federal income taxation under Section 501(a) of such Code as an organization described in Section 501(c)(3) of such Code, and is an organization described in Section 509(a)(1), (2), or (3) of such Code (or the corresponding provisions of any future United States internal revenue law), and which meet the following additional criteria:

1. All members of the American Association of Land-Grant Colleges and State Universities as of November, 1960 shall be and continue to be eligible for membership in the Association, subject to payment of annual dues, regardless of any other provisions hereof, other than the foregoing provision of this Article III.

2. The membership of the Association may also include:

(a) All universities in the states and territories of the United States which are founded wholly or in part upon those grants of land made by Congress to the states upon their admission to the Union, which grants are commonly known as seminary or university grants;

(b) Every college or university established under the Land-Grant Act, approved by the United States Congress on July 2, 1862, or receiving the benefits of the Second Morrill Act, approved by the United States Congress on August 30, 1890, as amended and supplemented, and any tribal college designated as a land-grant institution by the Elementary and Secondary Education Act of 1994 or any subsequent Act of Congress;

(c) Any member as of July 1, 1963, of the National Association of State Universities, not otherwise eligible for membership;

(d) Separately governed state universities and universities which are part of a multi-campus state system, which meet the following criteria:

(1) The institution has substantial state responsibilities in instruction, research, and extension.

(2) The institution's instructional program includes a substantial and diversified complex of programs leading to the Ph.D. degree and to post-baccalaureate professional degrees conferred by the faculty of that campus.

(3) Research is a substantial purpose and budget of the institution and is recognized substantially in the institution's criteria for faculty appointment and advancement.

(4) Extension and public service are in fact a substantial commitment of the institution beyond the immediate community in which the institution is situated and/or are over and above the offering of evening classes and lectures and the like.

(5) When the institution is a part of a multi-campus university system, membership must be recommended by the officer holding executive responsibility over the existing member institutions in the system; and

(e) An office of a multi-campus university system which in fact exercises executive responsibility over one or more institutional members of the Association.

3. Dual Members. Upon petition to the Association, an institution which is already a member of the American Association of State Colleges and Universities (AASCU) may also become a member of the Association, provided that the institution maintains its American Association of State Colleges and Universities membership status and also meets one of the following categories as defined by the Carnegie Foundation for the Advancement of Teaching in its most recent classification of colleges and universities.

(a) Doctorate-Granting Universities II
(b) Comprehensive Universities and Colleges I
(c) Comprehensive Universities and Colleges II

(d) Liberal Arts Colleges I
(e) Liberal Arts Colleges II

4. Non-Member Affiliates. The Association may also admit to membership such other non-member affiliate institutions having a common purpose as the Board of Directors may elect.

B. Election to Membership. Membership shall be granted upon the approval of two-thirds of a quorum of the Board of Directors.

C. Revocation or Termination of Membership. Any member of the Association may have such membership revoked or terminated by affirmative vote of two-thirds of a quorum of the Association's Board of Directors, whenever in the Board of Directors' judgment it is in the best interest of the Association. Termination of membership is automatic whenever such member loses eligibility for such membership under the criteria as stated in Article III A, hereof.

D. Reinstatement. Any member of the Association, the membership of which has been revoked or terminated under Article III C, hereof, may be reinstated to membership by action of the Board of Directors.

Article IV -- Meetings of Members

A. Annual Meeting. An annual meeting of the membership of the Association shall be held at a time, day and place decided by the President, for the purpose of transacting any and all business that may be brought before the meeting.

B. Notice of Meeting. Written or printed notice, stating the time, day and place of the annual meeting, shall be delivered to all members not less than ten (10) days prior to the date of the meeting.

Article V -- Operating Rules and Structure

The general structure of the Association shall be as set forth in Article VI through X below. However, because of the complexity of the Association's structure and operating procedures, the Board of Directors is hereby authorized to create a document to be known as the Association's Rules of Organization and Structure (hereinafter "Rules of Organization"), which shall set forth in more detail the structure of the Association and composition of its sub-organizations. Said Rules of Organization may be amended at any general or special meeting of the Board of Directors by resolution of a majority vote of a quorum present.

Article VI -- The Board of Directors

A. Powers and Duties. The Board of Directors shall have all the powers and authority necessary to carry out the purposes and functions of the Association and all of the powers to perform all of the duties commonly incident to and vested in the Board of Directors of a corporation. No unit of the Association other than the Board of Directors is authorized to take action in the name of the Association on broad policy or legislative matters.

B. Election/Term. The members of the Board of Directors shall be selected as described in paragraph C below. Except for elected officers and the Chair of the Council of Presidents, no individual may serve for more than three consecutive years on the Board of Directors.

C. Membership/Qualifications. The Board of Directors of the Association shall be composed of:

1. The Chair of the Association, the Chair-Elect of the Association, and the Past Chair of the Association, each elected by the Board of Directors for a one-year term.

2. Six Chief Executive Officer Representatives, each elected by the Board of Directors for a three-year term.

3. One Council Representative elected by each of the Councils for a three-year term.

4. One Commission Representative elected by each of the Commissions for a three-year term.

5. The qualifications of Council and Commission Representatives shall be as set forth in the Association's Rules of Organization. Except for the Chair, Chair-Elect, Past Chair, and Chair of the Council of Presidents, as members of the Board of Directors, no more than one individual from a member institution shall hold membership on the Board of Directors at any one time.

D. Meetings. A regular annual meeting of the Board of Directors shall be held at least once each year. Other special meetings may be held on call by the Chair or by written request of a majority of the members of the Board of Directors.

E. Notice. Written or printed notice, stating the time, day and place of each meeting, shall be delivered to each member of the Board of Directors at least ten (10) days prior to the day of each meeting.

F. Quorum; Voting. A majority of the Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that in no event shall a quorum consist of less than one-third of the Directors. Except as otherwise expressly required by law, the Articles of Incorporation, or these Bylaws, the affirmative vote of a majority of the Directors present at any meeting of the Board of Directors at which a quorum is present shall be the action of the Board of Directors. Each Director shall have one vote. Voting by proxy is not allowed.

G. Written Consent. Action taken by the Board of Directors without a meeting is nevertheless Board of Directors action if written consent to the action in question is signed by all of the

Directors and filed with the minutes of the proceedings of the Board of Directors, whether done before or after the action so taken.

H. Resignation. Any Director may resign at any time by giving written notice to the President of the Association. Vacancies on the board shall be filled in accordance with paragraph C above as soon as practical.

I. Removal. Any Director may be removed from office by a majority vote of the Directors at any regular or special meeting of the Board of Directors at which a quorum is present, for (1) violation of these Bylaws or (2) engaging in any other conduct prejudicial to the best interests of the Association. The Director involved shall be provided ten (10) days notice of the charges against him or her and an opportunity to respond in person or in writing as the Board of Directors may determine. In these regards, the Board of Directors shall act on the basis of reasonable and consistent criteria, always with the objective of advancing the best interests of the Association.

J. Steering Committee. There shall be a Steering Committee of the Board of Directors of the Association.

1. Membership. The Steering Committee shall be composed of the Association's Chair, Chair-Elect and Past Chair, plus the six presidents/chancellors' representatives. The Chair of the Board of Directors shall serve as Chair of the Steering Committee.

2. Responsibilities. The Steering Committee will be responsible for setting the agenda for Board of Directors' meetings, for dealing with the internal administration of the Association, for oversight and review responsibility for Association positions on public policy issues affecting the interests and welfare of the membership, and for such other matters as may be set forth in the Rules of Organization.

3. Meetings. The Steering Committee shall meet at the request of the Chair or at the request of a majority of the members. Meeting notices generally shall be delivered to members at least ten (10) days prior to the convening of a meeting, but this provision may be waived by all members of the Committee to accommodate discussion of situations of a compelling nature.

Article VII -- Officers

A. Enumeration of Officers. The officers of the Association shall consist of a President, a Chair, who shall also serve as Chair of the Board of Directors and Chair of the Steering Committee, a Chair-Elect, a Past Chair, a Secretary, and a Treasurer, and may include such other officers as may be deemed necessary.

B. Officeholder Combinations. Any two or more offices of the Association may be held by the same person, except the offices of President and Secretary.

C. Term of Office. The officers of the Association shall be elected by the Board of Directors as described below and shall be installed at the annual meeting at which they are elected. Officers shall hold office for one year or until their respective successors shall have been duly elected and qualified.

D. Nomination of Chair-Elect. A candidate for Chair-Elect, who shall become Chair of the Association at the annual meeting following his/her election as Chair-Elect, shall be nominated by a committee consisting of such members as the Board of Directors may determine.

E. Election of Chair-Elect. The Chair-Elect shall be elected for a period of one year by a majority vote of the Board of Directors during the annual meeting of the Association. He/she shall assume office at the close of the meeting in which he/she is elected and shall serve until the following annual meeting of the Association, at which time he/she shall assume office as Chair of the Association.

F. Duties of the Chair. The Chair of the Association shall have all powers and shall perform all duties commonly incident to and vested in the office of the chairman of a corporation, including but not limited to being the chief executive officer of the Association. The Chair shall also preside at the general meetings of the Association and the Steering Committee.

G. Duties of the Chair-Elect. The Chair-Elect shall serve as a member of the Board of Directors of the Association and shall become familiar with the work of the Association.

H. Duties of the Past Chair. The Past Chair shall serve as a member of the Board of Directors.

I. Duties of the Secretary. The Secretary of the Association shall have all powers and shall perform all duties commonly incident to and vested in the office of secretary of a corporation, including attending all meetings of the Board of Directors, being responsible for keeping the books and preparing the annual reports of the Association, and distributing true minutes of the proceedings of all such meetings.

J. Duties of the Treasurer. The Treasurer of the Association shall have all powers and shall perform all duties commonly incident to and vested in the office of treasurer of a corporation, including collecting dues, dispensing funds, and having the accounts of the Association audited annually.

K. President and Staff

1. President. The President of the Association shall be employed on an annual basis for full-time service by the Board of Directors. The President shall perform such duties as the Board of Directors may direct, and shall also administer the national headquarters of the Association, which shall be in Washington, D.C.

2. Staff. Staff members, who shall have employment at will, shall be employed/dismissed by the President consistent

with the Association personnel policies and the annual budget adopted by the Board of Directors. Members of the staff of the Association shall be given such titles and perform such duties as may be assigned by the President.

L. Resignation. Any officer may resign at any time by giving written notice to the President of the Association.

M. Removal. Any officer may be removed by the Board of Directors at any regular or special meeting of the Board of Directors at which a quorum is present, whenever in its judgment the best interests of the Association would be served thereby. The President may be removed as specified in his or her employment contract. Vacancies shall be filled as soon as practical.

N. Compensation. The Association may pay compensation in reasonable amounts to officers for services rendered, such amounts to be determined by a majority of the entire Board of Directors.

Article VIII -- Councils

A. Creation of Councils. The Board of Directors may authorize the creation of one or more Councils of the Association, empowered to make recommendations to the Board of Directors in their respective fields and to perform such other functions as the Board of Directors may from time to time determine.

B. Compensation. The composition. powers, and duties of each Council shall be as set forth in the Association's Rules of Operation. The creation or discontinuation of a Council shall be by a majority of a quorum present vote of the members of the Association's Board of Directors.

Article IX -- Commissions

A. Creation of Commissions. The Board may authorize the creation of one or more Commissions of the Association, empow-

ered to maintain oversight over broad issue areas of vital and/or unique interest to the Association members, to develop policy positions and programs within their purview, to communicate with relevant constituencies, and to perform such other functions as the Board of Directors may from time to time determine. The composition, powers and duties of each Commission shall be as set forth in the Association's Rules of Operation. The creation or discontinuation of a Commission shall be by majority vote of a quorum of the Board of Directors.

B. Representation on the Association Board of Directors. Each Commission shall be represented on the Board of Directors by a president/chancellor elected by the Commission. Such designation as representatives on the Board of Directors shall be for such terms as set forth in the Association's Rules of Operation.

Article X -- Miscellaneous Provisions

Section 1. Fiscal Year. The fiscal year of the Association shall commence on January 1 and terminate on December 31.

Section 2. Notice. Whenever under the provisions of these Bylaws, the Articles of Incorporation of the Association or statute, notice is required to be given to a director, committee member, or officer, such notice shall generally be given in writing by first-class, certified, or registered mail, but may be given by any other reasonable means available. Written notice shall be deemed to have been given when deposited in the United States mail or delivered to the express delivery service. Other methods of notice such as telephone, electronic mail, or facsimile, will be deemed given when received.

Article XI -- Indemnification

To the extent permitted by applicable law, the Association shall indemnify any present or former director or officer for the

defense of any civil, criminal or administrative claim, action, suit or proceeding to which he or she is made a party by reason of being or having been an officer or director and having acted within the scope of his or her official duties; subject to the limitation that there shall be no indemnification in relation to matters to which the individual shall be adjudged guilty of a criminal offense or liable to the Association for damages arising out of his or her own negligence or misconduct in the performance of duties. Furthermore, in no case shall the Association indemnify or insure any person for any taxes imposed on such individual under chapter 42 of the Internal Revenue Code of 1986, nor shall payment by made under this Article if such payment would constitute an act of self-dealing or a taxable expenditure under sections 4941(d) or 4945(d), respectively, of the Code.

Amounts paid by the Association in indemnification of its directors and officers may include all judgments, fines, amounts paid in settlement, attorneys' fees and other reasonable expenses actually and necessarily incurred as a result of such proceeding or any appeal therein. The Board of Directors also may authorize the purchase of insurance on behalf of any director, officer, employee or agent against any liability asserted against him or her which arises out of such person's status or actions on behalf of the Association, whether or not the Association would have the power to indemnify the persons against that liability under law.

Article XII -- Dissolution or Final Liquidation

Upon any dissolution or final liquidation, the Board of Directors of the Association shall, after paying or making provision for the payment of all the lawful debts and liabilities of the Association, distribute all of the assets of the Association to one or more of the following categories of recipients as the Board of Directors shall determine:

(a) A nonprofit organization or organizations which may have been created to succeed the Association, as long as such organization or organizations are organizations (1) the income of which is excluded from gross income under Section 115(a) of the

Internal Revenue Code of 1986 or (2) exempt from federal income tax under Section 501(a) of such Code as an organization described in Section 501(c)(3) of such Code (or the corresponding provisions of any future United States internal revenue law); and/or

(b) A nonprofit organization or organizations having similar aims and objectives as the Association and which may be selected as an appropriate recipient of such assets, as long as such organization or each such organizations are organizations (1) the income of which is excluded from gross income under Section 115(a) of the Internal Revenue Code of 1986 or (2) exempt from federal income tax under Section 501(a) of such Code as an organization described in Section 501(c)(3) of such Code (or the corresponding provisions of any future United States internal revenue law).

Article XIII – Amendments

These Bylaws may be amended by two-thirds vote of the Board of Directors at any regular or special meeting of the Board of Directors. An amendment shall be effective immediately after adoption, unless a later effective date is specifically adopted at the time the amendment is enacted.

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